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RICHARD N. TAKECHI
REGISTER OF DEEDS
DOUGLAS COUNTY, NE

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JAMES CRIFE, Atty
1231 Golden Gate Dr
Papillion, NE 68046

**FIRST AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS,
AND EASEMENTS OF SPRING RIDGE, A SUBDIVISION
IN DOUGLAS COUNTY, NEBRASKA.
(FILED AT BOOK 1141 PAGE 15 OF THE RECORDS
OF DOUGLAS COUNTY, NEBRASKA)**

For purpose of Clarification:

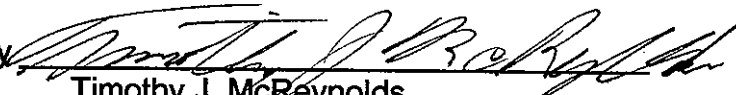
Lots 98 through 108, Lots 133 through 135, Outlot A and a
portion of Outlot B have or intend to be replatted.

The Declarant hereby binds said lots described herein by the covenants filed at Book 1141 Page 15, or # _____ including membership in the Homeowner's Association, and subject to the requirements of the Design Review Board, set forth in the covenants, except that for purposes of computing the dues for the Homeowner's Association, said fee shall be computed as follows:

The amount due by a "residential" lot owner multiplied by the
number of acres and fraction thereof owned.

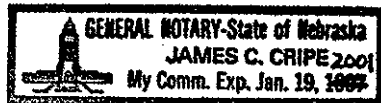
IN WITNESS WHEREOF, the Declarant has caused these presents to be executed
this 30th day of September, 1997.

SPRING RIDGE LIMITED PARTNERSHIP, a
Nebraska Limited Partnership, by and through
Spring Ridge Corporation, a Nebraska
Corporation, General Partner, the "Declarant"

By 
Timothy J. McReynolds
President

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 30 day of September, 1997, before me a Notary Public, came and appeared TIMOTHY J. McREYNOLDS, President of Spring Ridge Corporation, General Partner of Spring Ridge Limited Partnership, a Nebraska Limited Partnership, and having personally appeared before me, Timothy J. McReynolds did state that he was duly authorized in his capacity as President of Spring Ridge Corporation, General Partner, to execute the foregoing Declaration of Covenants, Conditions, Restrictions and Easements of Spring Ridge, a subdivision in Douglas county, Nebraska; and, did state that he had read and was fully advised of the contents thereof; and, that such were executed in his office and capacity as President; and, such execution did constitute the free, voluntary and authorized act of the corporation as General Partner of Spring Ridge Limited Partnership, a Nebraska Limited Partnership.



James C. Cripe

Notary Public

NOTARIAL SEAL AFFIXED
REGISTER OF DEEDS